

**DECLARATION FOR PATENT APPLICATION**

As a below named inventor, I hereby declare on behalf of myself and on behalf of any and all unsigned inventors for whom a petition is filed as indicated below that:

My residence, post office address and citizenship are as stated below next to my name. I believe that I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled: DIGITAL VIDEO SIGNAL ENCODER AND ENCODING METHOD, the specification for which

☒ is attached hereto.  
 \_\_\_\_\_ was filed on \_\_\_\_\_ as United States Application Serial No. \_\_\_\_\_  
 and was amended on \_\_\_\_\_ (if applicable).

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment specifically referred to above.

I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, Section 1.56.

I hereby claim foreign priority benefits under Title 35, United States Code, § 119(a)-(d) or § 365(b) of any foreign application(s) for patent or inventor's certificate, or § 365(a) of any PCT international application which designated at least one country other than the United States of America, listed below, and I have also identified below any foreign application for patent or inventor's certificate, or of any PCT international application, having a filing date before that of the application on which priority is claimed:

Prior Foreign Application Number	Country	Filing Date (MM/DD/YYYY)	Priority Claimed?	Copy Attached?

I hereby claim the benefit under Title 35, United States Code §119(e) of any United States provisional application(s) listed below.

Application Number: \_\_\_\_\_ Filed: \_\_\_\_\_, 19\_\_

I hereby claim the benefit under Title 35, United States Code, § 120 of any United States application(s), or § 365(c) of any PCT international application designating the United States of America, listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States or PCT international application in the manner provided by the first paragraph of Title 35, United States Code § 112, I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, §1.56 which became available between the filing date of the prior application and the national or PCT international filing date of this application.

U.S. Parent Application Number	PCT Parent Number	Filing Date (MM/DD/YYYY)	Parent Patent Number (if applicable)

**DECLARATION FOR PATENT APPLICATION**

As a named inventor, I hereby appoint the following attorney(s) and/or agent(s) to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

James D. Ivey (Reg. No. 37,016)

**Law Offices of James D. Ivey**  
5638 Thornhill Drive  
Oakland, California 94611-2143

Kang S. Lim (Reg. No. 37,491)

**VXtreme, Inc.**  
675 Almanor Avenue, First Floor  
Sunnyvale, California 94086

Joseph A. Nguyen (Reg. No. 37,899)

**Hickman Beyer & Weaver LLP**  
620 Hansen Way, Suite A  
Palo Alto, California 94306

Please send all correspondence and communications to:

James D. Ivey  
Law Offices of James D. Ivey  
5638 Thornhill Drive  
Oakland, California 94611-2143

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Full Name of Sole or First Inventor: **ALBERT S. WANG**

Inventor's Signature Albert Wang Date 5-5-97

Residence: 3875 Park Boulevard, Apartment #7 Palo Alto, California 94306

Citizenship: United States of America

Post Office Address: same

☐ A petition has been filed for this unsigned inventor.)

EV369763368

PTO/SB/82 (08-03)

Approved for use through 11/30/2005. OMB 0651-0035

U.S. Patent and Trademark Office; U.S. DEPARTMENT OF COMMERCE

Under the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless it displays a valid OMB control number.

**REVOCATION OF POWER OF  
ATTORNEY and APPOINTMENT OF  
NEW POWER OF ATTORNEY**

Application Number	09/653,124
Filing Date	08/31/2000
First Named Inventor	Wang
Art Unit	2613
Examiner Name	BRITTON, Howard W
Attorney Docket Number	777.057US3

I hereby revoke all previous powers of attorney given in the above-identified application:

☐ A Power of Attorney is submitted herewith.

OR

☒ I hereby appoint the practitioners at Customer Number:

22801

☒ Please change the correspondence address for the above-identified application to:☒ The address associated with  
Customer Number:

22801

OR

☐ Firm or  
Individual Name

Address

Address

City

Country

State

Zip

Telephone

Fax

I am the:

☐ Applicant/Inventor.☒ Assignee of record of the entire interest. See 37 CFR 3.71.  
Statement under 37 CFR 3.73(b) is enclosed. (Form PTO/SB/96)**SIGNATURE of Applicant or Assignee of Record**

Name

Signature

Date

Telephone

NOTE: Signatures of all the inventors or assignees of record of the entire interest or their representative(s) are required. Submit multiple forms if more than one signature is required, see below.

☐ \*Total of 1 forms are submitted.

This collection of information is required by 37 CFR 1.36. The information is required to obtain or retain a benefit by the public which is to file (and by the USPTO to process) an application. Confidentiality is governed by 35 U.S.C. 122 and 37 CFR 1.14. This collection is estimated to take 3 minutes to complete, including gathering, preparing, and submitting the completed application form to the USPTO. Time will vary depending upon the individual case. Any comments on the amount of time you require to complete this form and/or suggestions for reducing this burden, should be sent to the Chief Information Officer, U.S. Patent and Trademark Office, U.S. Department of Commerce, P.O. Box 1450, Alexandria, VA 22313-1450. DO NOT SEND FEES OR COMPLETED FORMS TO THIS ADDRESS. SEND TO: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450.

If you need assistance in completing the form, call 1-800-PTO-9199 and select option 2.



EV369763368

UNITED STATES DEPARTMENT OF COMMERCE  
Patent and Trademark OfficeASSISTANT SECRETARY AND COMMISSIONER  
OF PATENTS AND TRADEMARKS  
Washington, D.C. 20231

JULY 08, 1997

PTAS

JAMES D. IVEY  
LAW OFFICES OF JAMES D. IVEY  
5638 THORNHILL DRIVE  
OAKLAND, CA 94611-2143

\*100432989A\*

UNITED STATES PATENT AND TRADEMARK OFFICE  
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

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RECORDATION DATE: 05/05/1997

REEL/FRAME: 8531/0769  
NUMBER OF PAGES: 2

BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

## ASSIGNOR:

WANG, ALBERT S.

DOC DATE: 05/05/1997

## ASSIGNEE:

VXTREME, INC.  
675 ALMANOR AVENUE, FIRST FLOOR  
SUNNYVALE, CALIFORNIA 94086

SERIAL NUMBER: 08841838

PATENT NUMBER:

FILING DATE:

ISSUE DATE:

SEDLEY PYNE, EXAMINER  
ASSIGNMENT DIVISION  
OFFICE OF PUBLIC RECORDSRECEIVED  
JUL 14 1997

MKD 05-05-97



05-09-1997



100432989

40-581

A/

67840 U.S. PTO 08/841838



RECORDED

A COVER SHEET

PATENTS ONLY 08/841838

To the Hon. Commissioner of Patents & Trademarks: Please record the attached original documents.

1. Name of conveying party(ies): ALBERT S. WANG

2. Name and address of receiving party(ies):

Name: VXTREME, INC.  
Street Address: 675 Almanor Avenue, First Floor  
City: Sunnyvale State: CA Zip: 94086

Additional name(s) of conveying party(ies) attached? Yes ☒ No

3. Nature of Conveyance:

☒ Assignment ☐ Merger  
☐ Security Agreement ☐ Change of Name  
☐ Other

Execution Date: May 5, 1997

Additional name(s) & addresses attached? Yes ☒ No

4. Application Number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: May 5, 1997

A. Patent Application No.(s) B. Patent No.(s)

Filed: \_\_\_\_\_

Additional numbers attached? Yes ☒ No

Name and address of party to whom correspondence concerning document should be mailed

Name: LAW OFFICES OF JAMES D. IVEY

Street Address: 5638 THORNHILL DRIVE

City: OAKLAND State: CA Zip: 94611-2143

6. Total number of applications and patents involved 1

7. Total fee(37CFR3.41)\$ 40.00  
☒ Enclosed  
☐ Authorized to be charged to deposit account.

8. Deposit Account Number -  
(Attach duplicate copy of this page if paying by Deposit Account)

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

James D. Ivey  
Name of Person Signing

Signature

Date May 5, 1997

Total number of pages comprising cover sheet: 1

Mail documents to be recorded with required cover sheet information to:

Hon. Commissioner of Patents and Trademarks  
Box: Assignments  
Washington, D.C. 20231

06/05/1997 T10W11 00000221 08841838 40.00 UP 01 FC:581

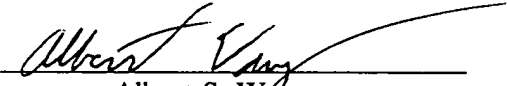
ASSIGNMENT

For good and valuable consideration, receipt of which is hereby acknowledged, I, Albert S. Wang, of Palo Alto, California, hereby sell, assign, and transfer to VXtreme, Inc., a California Corporation, having a place of business at 675 Almanor Avenue, First Floor, Sunnyvale, California 94086, its successors and assigns, the entire right, title, and interest through the world in my invention in:

Digital Video Signal Encoder and Encoding Method

for which I am about to make a United States Utility Patent Application, which is attached hereto and a copy of which as filed in the United States Patent Office is contained in File No. P-2058/719, in the Law Offices of James D. Ivey, 5638 Thornhill Drive, Oakland, California, 94611-2143, and all patent applications and patents of every country for said invention, including divisions, reissues, continuations, and extensions thereof, and all rights of priority resulting from the filing of said applications; I authorize the above-named assignee to apply for patents of foreign countries for said invention, and to claim all rights of priority without further authorization from me; I agree to execute all papers useful in connection with said United States and foreign applications, and generally to do everything possible to aid said assignee, their successors, assigns, and nominees, at their request and expense, in obtaining and enforcing patents for said invention in all countries; and I request the Commissioner for Patents and Trademarks to issue all patents granted for said invention to the above-named assignee, its successors, and assigns.

Executed this 5 day of 5, 19 97.  
day month year

  
Albert S. Wang



EV369763368

UNITED STATES DEPARTMENT OF COMMERCE  
Patent and Trademark OfficeASSISTANT SECRETARY AND COMMISSIONER  
OF PATENTS AND TRADEMARKS  
Washington, D.C. 20231

FEBRUARY 20, 1999

PTAS

SCHWEBMAN, LUNDBERG, WOESSNER & KLUTH  
BRADLEY A. FORREST  
P.O. BOX 2938  
MINNEAPOLIS, MN 55402

\*100867545A\*

UNITED STATES PATENT AND TRADEMARK OFFICE  
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

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PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 10/08/1998

REEL/FRAME: 9550/0128  
NUMBER OF PAGES: 9

BRIEF: MERGER (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:  
VXTREME, INC.

DOC DATE: 03/02/1998

ASSIGNEE:  
MICROSOFT CORPORATION  
ONE MICROSOFT WAY  
REDMOND, WASHINGTON 98052SERIAL NUMBER: 08623299  
PATENT NUMBER: 5883980FILING DATE: 03/28/1996  
ISSUE DATE: 03/16/1999SERIAL NUMBER: 08884792  
PATENT NUMBER:FILING DATE: 06/30/1997  
ISSUE DATE:SERIAL NUMBER: 08884791  
PATENT NUMBER:FILING DATE: 06/30/1997  
ISSUE DATE:SERIAL NUMBER: 08885159  
PATENT NUMBER:FILING DATE: 06/30/1997  
ISSUE DATE:Schwegman, Lundberg,  
Woessner & Kluth, P.A.

MAR 08 1999

RECEIVED

SERIAL NUMBER: 08884790  
PATENT NUMBER:

FILING DATE: 06/30/1997  
ISSUE DATE:

SERIAL NUMBER: 08826480  
PATENT NUMBER:

FILING DATE: 03/27/1997  
ISSUE DATE:

SERIAL NUMBER: 08818826  
PATENT NUMBER:

FILING DATE: 03/14/1997  
ISSUE DATE:

SERIAL NUMBER: 08818127  
PATENT NUMBER:

FILING DATE: 03/14/1997  
ISSUE DATE:

SERIAL NUMBER: 08826345  
PATENT NUMBER:

FILING DATE: 03/25/1997  
ISSUE DATE:

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FILING DATE: 07/03/1997  
ISSUE DATE:

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PATENT NUMBER:

FILING DATE: 07/03/1997  
ISSUE DATE:

SERIAL NUMBER: 08822156  
PATENT NUMBER:

FILING DATE: 03/17/1997  
ISSUE DATE:

SERIAL NUMBER: 08819507  
PATENT NUMBER:

FILING DATE: 03/14/1997  
ISSUE DATE:

SERIAL NUMBER: 08819586  
PATENT NUMBER:

FILING DATE: 03/14/1997  
ISSUE DATE:

SERIAL NUMBER: 08818769  
PATENT NUMBER:

FILING DATE: 03/14/1997  
ISSUE DATE:

SERIAL NUMBER: 08841835  
PATENT NUMBER:

FILING DATE: 05/05/1997  
ISSUE DATE:

SERIAL NUMBER: 08841838  
PATENT NUMBER:

FILING DATE: 05/05/1997  
ISSUE DATE:

SERIAL NUMBER: 08865788  
PATENT NUMBER:

FILING DATE: 05/30/1997  
ISSUE DATE:

SERIAL NUMBER: 08869082  
PATENT NUMBER:

FILING DATE: 06/04/1997  
ISSUE DATE:

SERIAL NUMBER: 08876139  
PATENT NUMBER:

FILING DATE: 06/13/1997  
ISSUE DATE:

SERIAL NUMBER: 08887754  
PATENT NUMBER:

FILING DATE: 07/03/1997  
ISSUE DATE:

SERIAL NUMBER: 08897217  
PATENT NUMBER:

FILING DATE: 07/14/1997  
ISSUE DATE:



SERIAL NUMBER: 08895256  
PATENT NUMBER:

FILING DATE: 07/16/1997  
ISSUE DATE:

SERIAL NUMBER: 08893293  
PATENT NUMBER:

FILING DATE: 07/15/1997  
ISSUE DATE:

SERIAL NUMBER: 08909202  
PATENT NUMBER:

FILING DATE: 08/11/1997  
ISSUE DATE:

SERIAL NUMBER: 08884767  
PATENT NUMBER:

FILING DATE: 06/30/1997  
ISSUE DATE:

SERIAL NUMBER: 08625650  
PATENT NUMBER:

FILING DATE: 03/29/1996  
ISSUE DATE:

SERIAL NUMBER: 08714447  
PATENT NUMBER:

FILING DATE: 03/17/1997  
ISSUE DATE:

SERIAL NUMBER: 08888422  
PATENT NUMBER:

FILING DATE: 07/07/1997  
ISSUE DATE:

SERIAL NUMBER: 08855246  
PATENT NUMBER:

FILING DATE: 05/13/1997  
ISSUE DATE:

SERIAL NUMBER: 08855245  
PATENT NUMBER:

FILING DATE: 05/13/1997  
ISSUE DATE:

SERIAL NUMBER: 08885623  
PATENT NUMBER: 5844613

FILING DATE: 06/30/1997  
ISSUE DATE: 12/01/1998

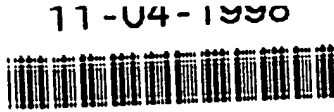
SERIAL NUMBER: 08885011  
PATENT NUMBER:

FILING DATE: 06/30/1997  
ISSUE DATE:

SERIAL NUMBER: 08956871  
PATENT NUMBER:

FILING DATE: 10/23/1997  
ISSUE DATE:

TARA WASHINGTON, EXAMINER  
ASSIGNMENT DIVISION  
OFFICE OF PUBLIC RECORDS



Atty Ref/Docket No.: 777.033US1

100867545

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

VXtreme, Inc.

2. Name and address of receiving party(ies):

Name: Microsoft Corporation

Street Address: One Microsoft Way

City: Redmond State: WA ZIP: 98052

Additional name(s) of conveying party(ies) attached? [ ] Yes [X] No

3. Nature of conveyance:

- [ ] Assignment [X] Merger  
[ ] Security Agreement [ ] Change of Name  
[ ] Other

Additional name(s) & address(es) attached? [ ] Yes [X] No

Execution Date: March 2, 1998

4. Application number(s) or patent number(s):

A. Patent Application Nos.

B. Patent No.(s)

Serial No. 08/623,299, filed March 28, 1996  
Serial No. 08/884,792, filed June 30, 1997  
Serial No. 08/884,791, filed June 30, 1997  
Serial No. 08/885,159, filed June 30, 1997  
Serial No. 08/884,790, filed June 30, 1997

Additional numbers attached? [X] Yes [ ] No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Bradley A. Forrest

Address: Schwegman, Lundberg, Woessner & Kluth, P.A.  
P.O. Box 2938  
Minneapolis, MN 55402

6. Total number of applications and patents involved: 34

7. Total fee (37 CFR 3.41): \$ 1,360.00

[X] Enclosed  
[ ] Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our  
Deposit account number: 19-0743

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Bradley A. Forrest/Reg. No. 30,837

Name of Person Signing

Signature

Date

Total number of pages including cover sheet: 8

OMB No. 0651-0011 (exp. 4/94)

11/03/1998 DWGUYH 00000031 08623299

01 FC:581

1360.00 OP

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Mail documents to be recorded with required cover sheet information to:

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Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of information systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

MRD 10-8-98

4. Application numbers or patent numbers (Continued):

A. Patent Application Nos.

Serial No. 08/826,480, filed March 27, 1997  
Serial No. 08/818,826, filed March 14, 1997  
Serial No. 08/818,127, filed March 14, 1997  
Serial No. 08/826,345, filed March 25, 1997  
Serial No. 08/887,975, filed July 3, 1997  
Serial No. 08/887,951, filed July 3, 1997  
Serial No. 08/822,156, filed March 14, 1997  
Serial No. 08/819,507, filed March 14, 1997  
Serial No. 08/819,586, filed March 14, 1997  
Serial No. 08/818,769, filed March 14, 1997  
Serial No. 08/841,835, filed May 5, 1997  
Serial No. 08/841,838, filed May 5, 1997  
Serial No. 08/865,788, filed May 30, 1997  
Serial No. 08/869,082, filed June 4, 1997  
Serial No. 08/876,139, filed June 13, 1997  
Serial No. 08/887,754, filed July 3, 1997  
Serial No. 08/897,217, filed July 14, 1997  
Serial No. 08/895,256, filed July 15, 1997  
Serial No. 08/893,293, filed July 15, 1997  
Serial No. 08/909,202, filed August 11, 1997  
Serial No. 08/884,767, filed June 30, 1997  
Serial No. 08/625,650, filed March 29, 1996  
Serial No. 08/714,447, filed March 17, 1997  
Serial No. 08/888,422, filed July 7, 1997  
Serial No. 08/855,246, filed May 13, 1997  
Serial No. 08/855,245, filed May 13, 1997  
Serial No. 08/885,623, filed June 30, 1997  
Serial No. 08/885,011, filed June 30, 1997  
Serial No. 08/956,871, filed October 23, 1997

B. Patent Nos.

## State of California

SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California,  
hereby certify:

That the attached transcript has been compared with  
the record on file in this office, of which it purports to  
be a copy, and that it is full, true and correct.

**IN WITNESS WHEREOF**, I execute  
this certificate and affix the Great  
Seal of the State of California this



Secretary of State

00558739

# STATE of WASHINGTON



SECRETARY of STATE

ENDORSED-FILED  
In the office of the Secretary of State  
of the State of California

APR 16 1998

BILL JONES, Secretary of State

*I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal,*

hereby certify this certificate that the attached is a true and correct copy of

ARTICLES OF MERGER

of

MICROSOFT CORPORATION

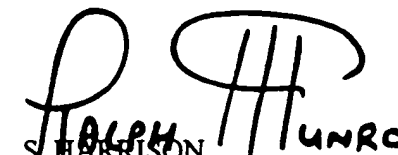
Merging VXTREME, INC. into MICROSOFT CORPORATION

as filed in this office on April 8, 1998.



Date: April 14, 1998

*Given under my hand and the Seal of the State  
of Washington at Olympia, the State Capital*

  
RALPH MUNRO  
Ralph Munro, Secretary of State

**ARTICLES OF MERGER  
OF  
VXTREME, INC.,  
a California Corporation  
INTO  
MICROSOFT CORPORATION,  
a Washington Corporation**

Microsoft Corporation, a Washington corporation ("Surviving Corporation"); and VXTreme, Inc., a California corporation ("Non-Surviving Corporation"), submit the following Articles of Merger pursuant to RCW 23B.11.050:

1. The Agreement and Plan of Merger approved by the directors of the Surviving Corporation is attached hereto as Exhibit A.
2. The Agreement and Plan of Merger was duly approved by the directors of the Surviving Corporation pursuant to RCW 23.B.11.030.
3. The approval of the shareholder of Non-Surviving Corporation was obtained pursuant to Section 1201 of the California General Corporation Law. The approval of the shareholder of Surviving Corporation was obtained pursuant to RCW 23B.11.030.

Executed this 2nd day of March, 1998 by the Surviving Corporation.

MICROSOFT CORPORATION,  
a Washington corporation

By \_\_\_\_\_

Robert A. Eshelman  
Assistant Secretary

Check - 04/08/1998 - 1360094

**AGREEMENT AND PLAN OF MERGER  
BETWEEN  
MICROSOFT CORPORATION,  
a Washington Corporation  
AND  
VXTREME, INC.,  
a California Corporation**

This Agreement and Plan of Merger made and entered into this 26th day of February, 1998, (the "Plan") between MICROSOFT CORPORATION, a Washington corporation ("Surviving Corporation") and VXTREME, INC., a California corporation ("Non-Surviving Corporation");

**RECITALS**

1. Surviving Corporation and Non-Surviving corporation and Non-Surviving Corporation are sometimes referred to herein as the "Constituent Corporations."
2. Each of the Constituent Corporations are corporations organized and existing under the laws of the state indicated in the first paragraph of this Plan.
3. The shareholders and directors of each of the Constituent Corporations have deemed it advisable for the mutual benefit of the Constituent Corporations and their respective shareholders that Non-Surviving Corporation be merged into the Surviving Corporation pursuant to the Revised Code of Washington and the California General Corporation Law.

NOW, THEREFORE, in consideration of the premises hereof and the mutual agreements herein contained, and in accordance with the laws of the states of Washington and California, the Constituent Corporations have agreed and do hereby agree that, subject to the terms and conditions hereinafter set forth, (i) Non-Surviving Corporation shall be merged into Surviving Corporation, (ii) the Surviving Corporation shall continue to have the name "Microsoft Corporation" and be governed by the laws of the state of Washington; and (iii) the terms of the Merger, and the mode of carrying them into effect, shall be as follows:

**ARTICLE I**

The Plan shall become effective upon the filing of the requisite documents with the Secretary of State for Washington and California. The date upon which the Plan shall become effective is herein referred to as the "Effective Date."

**ARTICLE II**

As used in this Plan, the "Merger" means the merger of Non-Surviving Corporation into Surviving Corporation in accordance with this Plan and the laws of Washington and California.

**ARTICLE III**

The Articles of Incorporation of Surviving Corporation as in effect immediately prior to the Effective Date of the Merger shall constitute the "Articles" of the Surviving Corporation within the meaning of Section 23B.01.400(l) of the Revised Code of Washington.

#### ARTICLE IV

From and after the Effective Date of the Merger, the Bylaws of the Surviving Corporation shall be unchanged until the same thereafter be amended or repealed in accordance with the Articles of Incorporation and Bylaws of the Surviving Corporation.

#### ARTICLE V

The directors and officers of the Surviving Corporation in office on the Effective Date of the Merger shall remain in office until further removed or resigned.

#### ARTICLE VI

At the Effective Date of the Merger each outstanding share of the Non-Surviving Corporation shall automatically convert to one share of the Surviving Corporation. It will not be necessary for the shareholder of the Non-Surviving Corporation to exchange existing stock certificates for stock certificates of the Surviving Corporation.

At the Effective Date of the Merger the outstanding shares of the common stock of Non-Surviving Corporation shall be cancelled. The outstanding shares of the common stock of Surviving Corporation, and the certificates representing such shares, shall be unaffected by the Merger.

#### ARTICLE VII

The effect of the Merger shall be as provided by the applicable provisions of the laws of Washington and California. Without limiting the generality of the foregoing, and subject thereto, at the Effective Date of the Merger: the separate existence of Non-Surviving Corporation shall cease; the Surviving Corporation shall possess all assets and property of every description, and every interest therein, wherever located, and the rights, privileges, immunities, powers, franchises, and authority, of a public as well as a private nature, of all of the Constituent Corporations; all obligations belonging to or due any of the Constituent Corporations shall be vested in and become the obligations of, the Surviving Corporation without further act or deed; title to any real estate or any interest therein vested in any of the Constituent Corporations shall be vested in and become the obligations of the Surviving Corporation without further act or deed; title to any real estate or any interest therein vested in any of the Constituent Corporations shall not revert or in any way be impaired by reason of the Merger; all rights of creditors and all liens upon any property of any of the Constituent Corporations shall be preserved unimpaired; and the Surviving Corporation shall be liable for all the obligations of the Constituent Corporations and any claim existing, or action or proceeding pending, by or against any of the Constituent Corporations may be Prosecuted to judgment with right of appeal, as if the Merger had not taken place.



If at any time after the Effective Date of the Merger the Surviving Corporation shall consider it to be advisable that any further conveyances, agreements, documents, instruments, and assurances of law or any other things are necessary or desirable to vest, perfect, confirm, or record in the Surviving Corporation the title to any property, rights, privileges, powers, and franchises of the Constituent Corporations or otherwise to carry out the provisions of this Plan, the proper directors and officers of the Constituent Corporations last in office shall execute and deliver, upon the Surviving Corporation's request, any and all proper conveyances, agreements, documents, instruments, and assurances of law, and do all things necessary or proper to vest, perfect, or confirm title to such property, rights, privileges, powers, and franchises in the Surviving Corporation, and otherwise to carry out the provisions of this Plan.

#### ARTICLE VIII

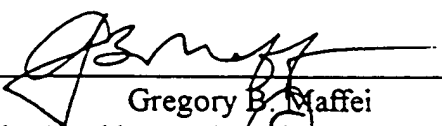
This Plan may be terminated and the Merger abandoned by mutual consent of the directors of the Constituent Corporations at any time prior to the Effective Date of the Merger.

#### ARTICLE IX

Except as otherwise specifically provided herein, nothing expressed or implied in this Plan is intended, or shall be construed, to confer upon or give any person, firm, or corporation, other than the Constituent Corporations and their respective shareholders, any rights or remedies under or by reason of this Plan.


IN WITNESS WHEREOF, the parties hereto have caused this Agreement and Plan of Merger to be executed as of the date first above written.

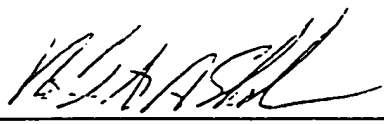
MICROSOFT CORPORATION, a  
Washington corporation

By   
Gregory B. Maffei  
Vice President and Chief Financial Officer

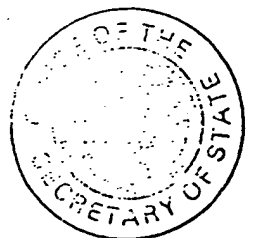
ATTEST:   
Robert A. Eshelman  
Assistant Secretary

VXTREME, INC., a California corporation

By   
Gregory B. Maffei  
President

ATTEST:   
Robert A. Eshelman  
Secretary

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

<u>Docket No.:</u>	<u>Serial No.:</u>	<u>Docket No.:</u>	<u>Serial No.:</u>
777.033US1	08/623,299	777.058US1	08/865,788
777.033US2	08/884,792	777.059US1	08/869,082
777.033US3	08/884,791	777.060US1	08/876,139
777.033US4	08/885,159	777.061US1	08/887,754
777.033US5	08/884,790	777.062US1	08/897,217
777.034US1	08/826,480	777.063US1	08/895,256
777.035US1	08/818,826	777.064US1	08/893,293
777.036US1	08/818,127	777.101US1	08/909,202
777.037US1	08/826,345	777.103US1	08/884,767
777.038US1	08/887,975	777.104US1	08/625,650
777.039US1	08/887,951	777.105US1	08/714,447
777.040US1	08/822,156	777.105US2	08/888,422
777.044US1	08/819,507	777.106US1	08/855,246
777.045US1	08/819,586	777.108US1	08/855,245
777.046US1	08/818,769	777.113US1	08/885,623
777.056US1	08/841,835	777.114US1	08/885,011
777.057US1	08/841,838	777.117US1	08/956,871

Attn: Box Assignment  
Hon. Commissioner for Patents and Trademarks  
Washington, D.C. 20231

We are transmitting herewith the attached:

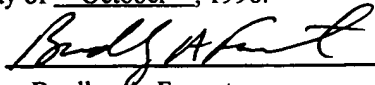
- ☒ An Articles of Merger of the inventions to Microsoft Corporation (6 pgs.) and Recordation Form Cover Sheet (2 pgs.).
- ☒ A check in the amount of \$1,360.00 to cover the Recording Fees.
- ☒ A return postcard.

Other: \_\_\_\_

Please charge any additional required fees or credit overpayment to Deposit Account No. 19-0743.

CERTIFICATE UNDER 37 CFR 1.8: The undersigned hereby certifies that this Transmittal Letter and the paper, as described above, are being deposited in the United States Postal Service, as first class mail, in an envelope addressed to: Attn: Box Assignment, Hon. Commissioner for Patents and Trademarks, Washington, D.C. 20231, on this 2nd day of October, 1998.

SCHWEGMAN, LUNDBERG, WOESSNER & KLUTH, P.A.  
P.O. Box 2938, Minneapolis, MN 55402 (612-373-6900)

By:   
Name: Bradley A. Forrest  
Reg. No. 30,837  
BAF:CMG:tmp